



VIA ELECTRONIC FILING

September 12, 2014

The Honorable Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street S.W.
Washington, DC 20554

Re: Notice of *Ex Parte* Communication of Layer3TV, Inc. regarding
*Applications of Comcast Corp. and Time Warner Cable Inc. for Consent to
Transfer Control of Licenses and Authorizations*, MB Docket No. 14-57

Dear Madam Secretary:

On Wednesday, September 10, 2014, Jeff Binder, David Fellows, Lindsay Gardner and Eric Kuhn, representing Layer3 TV, Inc. ("Layer3 TV") met with Philip Verveer and Maria Kirby of Chairman Wheeler's office, and Hilary Burchuk of the Office of the General Counsel for approximately 60 minutes. The purpose of the discussion was Layer3 TV's approach to multi-channel video program distribution. During this discussion, the subject of the Comcast purchase of Time Warner came up, as well as network neutrality ("Net neutrality" also Internet neutrality). Layer3 took no position at this time on whether the merger should be allowed.

Layer3 TV discussed Net neutrality safeguards that the FCC might consider for a Comcast/Time Warner combination in the event it were to be approved with conditions. While Layer3 TV did not present a specific list of safeguards on Sept. 10, a list of general Net neutrality concepts reviewed in the meeting include, *inter alia*,

- the ability to interconnect, for a reasonable price, at locations proximate to the customer base a company is trying to serve.
- data caps, while appearing to safeguard a network from overload, present a challenge for companies serving video streams to the end user.
- From a business side, Layer3 TV offered that "bundling discounts" need to reflect some basis in cost differential, such that they are not used to discriminate use of the high-speed data service for competitive video purposes.
- Layer3 TV respectfully suggested that the FCC might consider some cap on peering charges based upon the total payload in a given month, whereby the costs are not so prohibitive as to prevent potential video competition.

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Beyond discussing the potential for strict access to the Comcast network, the content owned by Comcast, of course, must be sold to competitive companies at a reasonable price. Additionally, any rights to content owned by Comcast must equal those granted to Comcast itself in areas such as Network DVR, the ability to preload content on a DVR, metadata manipulation, and TV Anywhere.

Lastly, it was pointed out that there are layers above the physical DOCSIS and network layers that need to remain competitive, such as (1) the control plane, and (2) middleware, otherwise the supplier ecosystem, as both will be adversely affected by the size of the combined Comcast/Time Warner entity.

Layer3 TV concluded with a discussion around the potential for providing the FCC with specific recommendations for safeguards it deems necessary for innovative MVPDs with respect to any potential Comcast/Time Warner merger. Layer3 TV advised that, in its discretion, it may file with the FCC a list of any such safeguards and Layer3 TV's final view on the merger by early November.

Respectfully submitted

A handwritten signature in dark ink, appearing to read "Dennis Hasselbach".

Acting General Counsel
LAYER3 TV, INC.

cc: Ms. Hilary Burchuk,
Office of the General Counsel
Ms. Maria Kirby, Legal Advisor,
Mr. Philip Verveer
Office of Chairman Wheeler

Layer3 TV, Inc.